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22 Attorneys for Defendant and Counter-claimant  
23 NUMODA CORPORATION

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION

TAimed BIOLOGICS, INC.,

Plaintiff,

v.

NUMODA CORPORATION,

Defendant.

AND RELATED COUNTERCLAIM.

No. C 10-03260 LB (JCS)

**STIPULATION AND  
[PROPOSED] ORDER OF  
DISMISSAL WITH PREJUDICE  
OF SECOND AMENDED  
COMPLAINT AND OF FIRST  
AMENDED COUNTERCLAIM**

Date: No Hearing Requested  
Time: N/A  
Place: N/A  
Court: Hon. Laurel Beeler

1           WHEREAS, on June 10, 2010, TaiMed Biologics, Inc. (“TaiMed”) filed a complaint  
2 against Numoda Corporation (“Numoda”) in San Francisco Superior Court (Case No. CGC-10-  
3 500648) alleging breach of contract;

4           WHEREAS, on July 23, 2010, Numoda removed the case to this Court;

5           WHEREAS, there is now pending before this Court an action entitled *TaiMed Biologics,*  
6 *Inc. v. Numoda Corporation*, Northern District of California, Oakland Division, No. C-10-03260  
7 LB;

8           WHEREAS, on July 30, 2010, Numoda filed an Answer to TaiMed’s Complaint and a  
9 Counterclaim for breach of contract, common counts, breach of implied contract, unjust  
10 enrichment, interference with contractual relations, and interference with prospective relations;

11          WHEREAS, on August 23, 2010, TaiMed filed an Amended Complaint for breach of  
12 contract, intentional misrepresentation, negligent misrepresentation, intentional nondisclosure,  
13 and declaratory relief;

14          WHEREAS, on September 9, 2010, Numoda answered TaiMed’s Amended Complaint;

15          WHEREAS, on September 16, 2010, Numoda filed a First Amended Counterclaim  
16 against TaiMed;

17          WHEREAS, on January 31, 2011, the parties appeared before Judge Spero for an initial  
18 settlement conference, but not did reach an agreement;

19          WHEREAS, on April 28, 2011, TaiMed filed a Second Amended Complaint for breach of  
20 contract claims, anticipatory breach of contract, intentional misrepresentation, negligent  
21 misrepresentation, intentional nondisclosure, attempted extortion, and declaratory relief;

22          WHEREAS, on May 19, 2011, Numoda filed a Motion to Dismiss and a Motion to Strike  
23 TaiMed’s claim for attempted extortion;

24          WHEREAS, on July 7, 2011, the parties appeared before Judge Spero for a second  
25 settlement conference, and agreed in principle to resolve their dispute; and

26          WHEREAS, on October 11, 2011, the parties executed a Settlement Agreement and  
27 General Release.

1 IT IS HEREBY STIPULATED AND AGREED that:

2 1. TaiMed dismisses with prejudice its Second Amended Complaint and all claims  
3 therein against Numoda.

4 2. Numoda dismisses with prejudice its First Amended Counterclaim and all  
5 counterclaims therein against TaiMed.

6 3. Each party shall bear its own costs and attorneys' fees.

7 **IT IS SO STIPULATED.**

8 Dated: October 11, 2011

9 MORRISON & FOERSTER LLP

10 By: /s/ Cedric C. Chao  
11 Cedric C. Chao

12 Attorneys for Plaintiff and Counter-defendant  
13 TAIME BIOLOGICS, INC.

14 Dated: October 11, 2011

15 KAUFMAN DOLOWICH VOLUCK & GONZO LLP

16 By: /s/ Eliabeth Williams  
17 Elizabeth Williams

18 Attorneys for Defendant and Counter-claimant  
19 NUMODA CORPORATION

1                   **[PROPOSED] ORDER OF DISMISSAL WITH PREJUDICE**

2                   For good cause shown, pursuant to Rule 41(a)(2) of the Federal Rules of Civil Procedure,

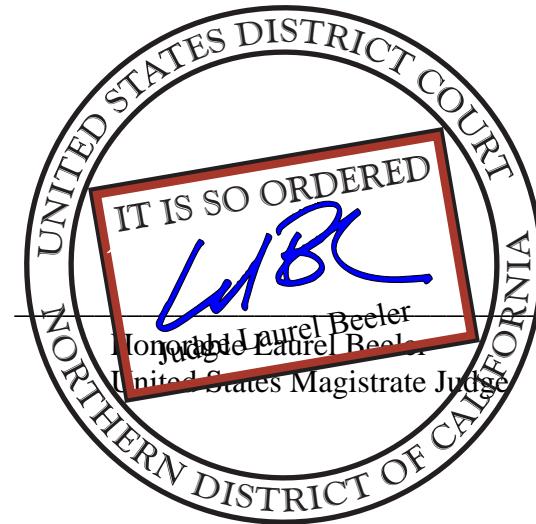
3                   IT IS HEREBY ORDERED that:

4                   1.           TaiMed's Second Amended Complaint and all claims therein against Numoda are  
5                   dismissed with prejudice.

6                   2.           Numoda's First Amended Counterclaim and all counterclaims therein against  
7                   TaiMed are dismissed with prejudice.

8                   **IT IS SO ORDERED.**

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10                  Dated: October 19, 2011



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